

# CENTRAL COAST 4WD CLUB CONSTITUTION

*Under the Clubs Incorporation Act 2009*



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## 1. Name

The name of the Club formed under these rules shall be the "Central Coast Four Wheel Drive Club Incorporated" herein after referred to as "The Club".

## 2. Objects

- (a) To cater for, promote and encourage social and recreational activities and organise self-drive tours for its members peculiar to four wheel drive vehicle enthusiasts.
- (b) To assist members to become proficient in the proper operation, navigation, care and maintenance of their four wheel drive vehicle.
- (c) To affiliate with and promote goodwill and fellowship with other Clubs of similar interests.
- (d) To ensure correct representation of the recreational use of four wheel drive vehicles.
- (e) To assist in community services appropriate to four wheel drive vehicles.
- (f) To promote the conservation of Australia's natural environment and native fauna.
- (g)
- (h) To promote road safety and courtesy.

## Part 1 Preliminary

### 3. Definitions

- (1) In this constitution:

**ordinary member** means a member of the Club who is not an office-bearer of the Club.

**secretary** means:

- (a) the person holding office under this constitution as secretary of the Club, or
- (b) if no person holds that office - the public officer of the Club.

**special general meeting** means a general meeting of the Club other than an annual general meeting.

**the Act** means the *Clubs Incorporation Act 2009*.

**the Regulation** means the *Clubs Incorporation Regulation 2016*.

- (2) In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

- (3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

## **Part 2      Membership**

### **4.    Membership generally**

A person is eligible to be a member of the Club if the person:

- (a) is a natural person,
- (b) has applied and been approved for membership of the Club in accordance with clause 5,
- (c) is the registered owner or legal possessor of a four wheel drive vehicle. Such vehicle must always be registered as road worthy with the relevant State body in which the vehicle has been registered, and
- (d) they agree to abide by the rules of this constitution and any By Laws pertaining to this Club.

### **5.    Application for membership**

- (1) An application by a person for membership of the Club:
  - (a) must be made in writing (including by email or other electronic means, if the committee so determines) in the form determined by the committee, and
  - (b) must be lodged (including by electronic means, if the committee so determines) with the secretary of the Club.
- (2) As soon as practicable after receiving an application for membership, the secretary or their nominee must refer the application to the committee, which is to determine whether to approve or to reject the application.
- (3) As soon as practicable after the committee makes that determination, the secretary (or nominee) must:
  - (a) notify the applicant in writing (including by email or other electronic means, if the committee so determines) that the committee approved or rejected the application (whichever is applicable), and
  - (b) if the committee approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- (4) The secretary (or nominee) must, on payment by the applicant of the amounts referred to in subclause (3) (b) within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the Club.

### **6.    Cessation of membership**

A person ceases to be a member of the Club if the person:

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled from the Club, or
- (d) fails to pay the annual membership fee under clause 10 (2) within 56 days after the fee is due.

## **7. Membership entitlements**

A right, privilege or obligation which a person has by reason of being a member of the Club:

- (a) also applies to that member's immediate partner or spouse,
- (b) is not capable of being transferred or transmitted to another person other than that immediate partner or spouse, and
- (c) terminates including that of the immediate partner or spouse on cessation of the person's membership.

## **8. Resignation of membership**

- (1) A member of the Club may resign from membership of the Club by first giving to the secretary written notice of at least 1 month (or any other period that the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of the Club ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary or nominee must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **9. Register of members**

- (1) The secretary or nominee must establish and maintain a register of members of the Club (whether in written or electronic form) specifying the name, phone contact details and postal, residential or email address of each person who is a member of the Club together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
  - (a) at the main premises of the Club, or
  - (b) if the Club has no premises, at the Club's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the Club at any reasonable hour.
- (4) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (5) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
  - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Club or other material relating to the Club, or
  - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (6) If the register of members is kept in electronic form:
  - (a) it must be convertible into hard copy, and
  - (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

## **10. Fees and subscriptions**

- (1) A member of the Club must, on admission to membership, pay to the Club an entrance fee of such amount as determined by the committee from time to time.
- (2) In addition to any amount payable by the member under subclause (1), a member of the Club must pay to the Club an annual membership fee of such amount as determined by the committee from time to time:
  - (a) except as provided by paragraph (b), before the first day of the financial year of the Club in each calendar year, or
  - (b) if the member becomes a member on or after the first day of the financial year of the Club in any calendar year upon becoming a member and before the first day of the financial year of the Club in each succeeding calendar year.

## **11. Members' liabilities**

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by clause 10.

## **12. Resolution of disputes**

- (1) A dispute between a member and another member (in their capacity as members) of the Club, or a dispute between a member or members and the Club, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

## **13. Disciplining of members**

- (1) A complaint may be made to the committee by any person that a member of the Club:
  - (a) has refused or neglected to comply with a provision or provisions of this constitution or by-laws, or
  - (b) has wilfully acted in a manner prejudicial to the interests of the Club.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) The committee may, by resolution, expel the member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (4) If the committee decides to deal with the complaint, the committee:
  - (a) must cause notice of the complaint to be served on the member concerned, and

- (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 14.
- (6) The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - (b) if within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under clause 14,
- whichever is the later.

## **14. Right of appeal of disciplined member**

- (1) A member may appeal to the Club in general meeting against a resolution of the committee under clause 13, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee, which is to convene a general meeting of the Club to be held within 35 days after the date on which the secretary received the notice.
- (4) At a general meeting of the Club convened under subclause (3):
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the Club.

## **Part 3 The Committee**

### **15. Powers of the committee**

Subject to the Act, the Regulation, this constitution and any resolution passed by the Club in general meeting, the committee:

- (a) is to control and manage the affairs of the Club, and
- (b) may exercise all the functions that may be exercised by the Club, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Club, and
- (c) has power to perform all the acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the Club.

## **16. Composition and membership of committee**

- (1) The committee is to consist of: the following office bearers:
  - (a) the President,
  - (b) the Vice President,
  - (c) the Treasurer,
  - (d) the Secretary,
  - (e) the Membership Officer,
  - (f) the Trip Master,
  - (g) the Editor,
  - (h) the Public Relations Officer,each of whom is to be elected at the annual general meeting of the Club under clause 17.
- (2) Only persons who have been Members of the Club for a minimum of 12 months since last joining can be an office bearer or Managing Committee Member.
- (3) All office bearers and Committee Members shall act in an honorary capacity.
- (4) A committee member may hold up to 2 offices (other than both the offices of president and vice-president).
- (5) Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election, and is eligible for re-election.
- (6) A committee member may only hold the same office for a maximum of 3 consecutive years subject to a casual vacancy as per clause 20.
- (7) At the end of a three year term in the same office, a committee member can choose to either:
  - (a) nominate for another office, or
  - (b) resign from the Committee by not nominating for any other role.
- (8) A committee member can nominate for the same office again after a 12 month period.

## **17. Election of committee members**

- (1) Nominations of candidates for election as office-bearers of the Club or as ordinary committee members:
  - (a) must be made in writing, signed by 2 members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
  - (b) must be delivered to the secretary of the Club at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in any usual and proper manner that the committee directs.

## **18. Secretary**

- (1) The secretary of the Club must, as soon as practicable after being appointed as secretary, lodge notice with the Club of his or her address.
- (2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
  - (a) all appointments of office-bearers and members of the committee, and
  - (b) the names of members of the committee present at a committee meeting or a general meeting, and
  - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (3).

## **19. Treasurer**

It is the duty of the treasurer of the Club to ensure:

- (a) that all money due to the Club is collected and received and that all payments authorised by the Club are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club, and
- (c) that a Balance Sheet and Income and Expenditure Account for the financial year is prepared and tabled at the annual general meeting.

## **20. Casual vacancies**

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
  - (a) dies, or
  - (b) ceases to be a member of the Club, or
  - (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
  - (d) resigns office by notice in writing given to the secretary, or
  - (e) is removed from office under clause 21, or

- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

## **21. Removal of committee members**

- (1) The Club in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Club, the secretary or the president may send a copy of the representations to each member of the Club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **22. Committee meetings and quorum**

- (1) The committee must meet at least 3 times in each period of 12 months at the place and time that the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (6) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (7) At a meeting of the committee:
  - (a) the president or, in the president's absence, the vice-president is to preside, or
  - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

## **23. Use of technology at committee meetings**

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **24. Delegation by committee to sub-committee**

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the Club that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:
  - (a) this power of delegation, and
  - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances that may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

## **25. Voting and decisions**

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 22 (4), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

## **Part 4      General Meetings**

### **26. Annual general meetings - holding of**

- (1) General Meetings of the Club shall be held on the 2nd Thursday of each calendar month commencing at 8.00 pm (Australian Eastern Standard Time withstanding Summer time) always at the same place if practical. Such place to be regularly announced and or printed in the Club's magazine.
- (2) If special circumstances require a scheduled general meeting to be cancelled or it's time, place and/or date to be altered then, the Secretary shall, as soon as practicable:
  - (a) notify members by email of the change, and
  - (b) place such notification on the Club's social media sites as deemed necessary.

### **27. Annual general meetings - calling of and business at**

- (1) The annual general meeting of the Club is, subject to the Act and to clause 26, to be convened on the date and at the place and time that the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
  - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
  - (b) to receive from the committee reports on the activities of the Club during the last preceding financial year,
  - (c) to elect office-bearers of the Club and ordinary committee members,
  - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

### **28. Special general meetings - calling of**

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (2) The committee must, on the requisition of at least 10% of the total number of members, convene a special general meeting of the Club.
- (3) A requisition of members for a special general meeting:
  - (a) must be in writing, and
  - (b) must state the purpose or purposes of the meeting, and
  - (c) must be signed by the members making the requisition, and
  - (d) must be lodged with the secretary, and
  - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is

lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (6) For the purposes of subclause (3):
  - (a) a requisition may be in electronic form, and
  - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

## **29. Notice**

- (1) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying the intention to propose the resolution as a special resolution.
- (2) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **30. Quorum for general meetings**

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Ten members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
  - (a) if convened on the requisition of members—is to be dissolved, and
  - (b) in any other case—is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

## **31. Presiding member**

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the Club.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## 32. Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## 33. Making of decisions

- (1) A question arising at a general meeting of the Club is to be determined by:
  - (a) a show of hands or, if the meeting is one to which clause 38 applies, any appropriate corresponding method that the committee may determine, or
  - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

## 34. Special resolutions

- (1) A resolution of the Club is passed as a **special resolution**:
  - (a) at a meeting of the Club of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or
  - (b) in a postal or electronic ballot conducted by the Club, or
  - (c) in such other manner as the Director-General may direct,if it is supported by at least three-quarters of the votes cast by members of the Club who, under the Club's constitution, are entitled to vote on the proposed resolution.
- (2) A notice referred to in subsection (1) (a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.

- (3) A postal or electronic ballot referred to in subsection (1) (b) may only be conducted in relation to resolutions of a kind that the Club's constitution permits to be voted on by means of such a ballot and, if conducted, must be conducted in accordance with the regulations.
- (4) A direction under subsection (1) (c) may not be given unless the Director-General is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by subsection (1) (a) or (b).

### **35. Voting**

- (1) On any question arising at a general meeting of the Club:
  - (a) a member has one vote only, and
  - (b) a member's spouse or partner shall also have one vote only.
- (2) All votes shall be given personally or by proxy but no member can hold more than two proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Club unless all money due and payable by the member or proxy to the Club has been paid.

### **36. Appointment of proxies**

- (1) Proxy voting will only be permitted when voting on a special resolution.
- (2) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (3) The notice appointing the proxy shall be in the form set out in Appendix 1 of these rules.
- (4) A member may only act as proxy for a maximum of 2 members at any one meeting.

### **37. Postal or electronic ballots**

The Club may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 14).

### **38. Use of technology at general meetings**

- (1) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the Club's members a reasonable opportunity to participate.
- (2) A member of a Club who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **Part 5      Miscellaneous**

### **39. Insurance**

The Club may effect and maintain insurance.

### **40. Funds - source**

- (1) The funds of the Club are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Club in general meeting, any other sources that the committee determines.
- (2) All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank or other authorised deposit-taking institution account.
- (3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **41. Funds - management**

- (1) Subject to any resolution passed by the Club in a general meeting, the funds of the Club are to be used solely in pursuance of the objects of the Club in the manner that the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

### **42. Alteration of Objects and Rules**

The statement of objects and these rules may be altered, rescinded or added to only by a Special Resolution of the Club.

### **43. Club is non-profit**

Subject to the Act and the Regulation, the Club must apply its funds and assets solely in pursuance of the objects of the Club and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

### **44. Distribution of property on winding up of Club**

- (1) Subject to the Act and the Regulations, in a winding up of the Club, any surplus property of the Club is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of the Club is a reference to that property of the Club remaining after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of the winding up of the Club.

### **45. Change of name, objects and constitution**

An application for registration of a change in the Club's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

## **46. Custody of books etc.**

Except as otherwise provided by this constitution, all records, books and other documents relating to the Club must be kept in New South Wales:

- (a) at the main premises of the Club, in the custody of the public officer or a member of the Club (as the committee determines), or
- (b) if the Club has no premises, at the Club's official address, in the custody of the public officer or a member of the Club (as the committee determines).

## **47. Inspection of books etc.**

- (1) The following documents must be open to inspection, free of charge, by a member of the Club at any reasonable hour:
  - (a) records, books and other financial documents of the Club,
  - (b) this constitution,
  - (c) minutes of all committee meetings and general meetings of the Club.
- (2) Despite subclauses (1) and (2), the committee may refuse to permit a member of the Club to inspect or obtain a copy of records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.

## **48. Service of notices**

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
  - (a) by delivering it to the person personally, or
  - (b) by sending it by pre-paid post to the address of the person, or
  - (c) by sending it email or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
  - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
  - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
  - (c) in the case of a notice sent by email or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## **49. Indemnity**

Members of the Club who by the authority of the Managing Committee accept or incur a pecuniary liability on behalf of the Club shall be held indemnified by the Club against any personal loss in respect of such liability.

## **50. Financial year**

The financial year of the Club shall conclude on the 30th day of June in each year.

## **51. Audit**

The end of the year Balance Sheet and Income and Expenditure Account, and all financial records of the Club for the year shall be examined and audited by an Auditor approved by the Members of the Club. The Audit is to be concluded prior to the Annual General Meeting following the end of the financial year and the Auditor's report tabled at Annual General Meeting.

## **52. Bylaws**

Club Bylaws may be altered, rescinded or added to by special resolution at a general meeting.

## APPENDIX 1 - FORM OF APPOINTMENT OF PROXY

I of .....  
(full name) + (address)

being a member of the Central Coast Four Wheel Drive Club Incorporated hereby appoint

..... of .....  
(full name of proxy) (address)

also being a member of the above Club, as my proxy to vote for me on my behalf at the meeting of the Club to be held on the.....day of..... 20..... and at any adjournment of that meeting.

\* My proxy is authorised to vote in favour of / against (delete as appropriate) the Resolution.

\*To be inserted if desired.

(Insert details)
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.....  
Signature of member appointing proxy

Date .....

NOTE: A proxy vote may not be given to a person who is not a financial member of the Club.